

---

**From:** Abram Carls  
**Sent:** Friday, December 29, 2023 2:40 PM  
**To:** Jeffrey D. Goetz; joe@ablsonline.com; Austin Peiffer (ABLS); Janczak, Elizabeth; janet.g.reasoner@usdoj.gov; Quinn-Hanse, Allie (USTP); claire.r.davison@usdoj.gov  
**Cc:** Brenda F. Mozena; Nicholas J. Valley; Jordan A. Kroop; Jason Rosell; Timothy N. Lillwitz; Theresa L. Birch  
**Subject:** RE: Zayo

Jeff,

Let's try this one last time. I'm not finding all information requested and your responses are making it difficult to confirm whether anything was withheld, ignored, missing, inadvertently omitted, etc. Here is a list of documents that I asked for. Please insert what exhibits are responsive in the blank that follows each entry and whether any other documents exist that were not produced.

1. Copies of the invoices that BDC submitted to Zayo for payment.
  - a. Responsive information provided as Exhibit(s) [REDACTED].
  - b. Was any information withheld? [Y/N]
2. Documents identifying the payments that Zayo made in response to BDC's invoices (amount, date of payment, etc.).
  - a. Responsive information provided as Exhibit(s) [REDACTED].
  - b. Was any information withheld? [Y/N]
3. Paragraph 9 of Zayo's motion alleges that Zayo has "incur[ed] significant economic damages" including "increased costs for flaggers and other support crew" and "field inspections" and payments of "an average of \$2,540 per day." I requested copies of all documents supporting these allegations.
  - a. Responsive information provided as Exhibit(s) [REDACTED].
  - b. Was any information withheld? [Y/N]
4. Paragraph 10 of Zayo's motion alleges contract liquidated damages. I requested copies of all documents supporting these allegations.
  - a. Responsive information provided as Exhibit(s) [REDACTED].
  - b. Was any information withheld? [Y/N]
5. All correspondence with Guidance Well Services, LLC
  - a. Responsive information provided as Exhibit(s) [REDACTED].
  - b. Was any information withheld? [Y/N]
6. All documents related to the lien alleged/identified in paragraph 11 of Zayo's motion.
  - a. Responsive information provided as Exhibit(s) [REDACTED].
  - b. Was any information withheld? [Y/N]

If a response is not provided by 3:00, I will be moving to continue the hearing. Finally, why did you change the subject of this thread from Zayo to settlement communication?

---

**From:** Jeffrey D. Goetz <Goetz.Jeffrey@bradshawlaw.com>  
**Sent:** Friday, December 29, 2023 2:05 PM  
**To:** Abram Carls <acarls@spmbllaw.com>  
**Cc:** Brenda F. Mozena <Mozena.Brenda@bradshawlaw.com>; Nicholas J. Valley <Valley.Nicholas@bradshawlaw.com>; Jordan A. Kroop <Jkroop@pszjlaw.com>; Jason Rosell <jrosell@pszjlaw.com>; Timothy N. Lillwitz <Lillwitz.Timothy@bradshawlaw.com>; Theresa L. Birch <Birch.Theresa@bradshawlaw.com>  
**Subject:** Settlement Communication

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Abe: Per your requests below, please reference the following documents provided to you yesterday evening:

- 1) Documents responsive to your request below re: allegations of economic damage:
  - a. Exhibits 1-4 - Master Construction Agreement, Amendment, Project Services Agreement, Amendment
  - b. Exhibits 5-8 - Mechanics Lien Notices re: GuideWell
  - c. Exhibits 9-12 - Graphics of construction schedules, including defaults/breaches
  - d. Exhibits 14-17 - Email correspondence between Zayo and BDC re: defaults/breaches

Please confirm acknowledgment of this email and your receipt yesterday of the documents responsive to your request below, and that you will not be filing any motion for a continuance. Jeffrey Goetz

**BRADSHAW FOWLER  
PROCTOR & FAIRGRAVE**  
A PROFESSIONAL CORPORATION  
ATTORNEYS AT LAW

**JEFFREY D. GOETZ**

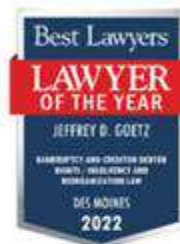
ATTORNEY AT LAW

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**We are becoming Dickinson, Bradshaw,  
Fowler & Hagen, P.C. on 1/1/2024**

801 Grand Ave. Suite 3700  
Des Moines, IA 50309-8004  
515-243-4191

**DICKINSON  
BRADSHAW**



**From:** Abram Carls <[acarls@spmbllaw.com](mailto:acarls@spmbllaw.com)>

**Sent:** Thursday, December 28, 2023 5:09 PM

**To:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>

**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>;

Jordan A. Kroop <[Jkroop@pszilaw.com](mailto:Jkroop@pszilaw.com)>; Jason Rosell <[jrosell@pszilaw.com](mailto:jrosell@pszilaw.com)>; Timothy N. Lillwitz

<[Lillwitz.Timothy@bradshawlaw.com](mailto:Lillwitz.Timothy@bradshawlaw.com)>; Theresa L. Birch <[Birch.Theresa@bradshawlaw.com](mailto:Birch.Theresa@bradshawlaw.com)>

**Subject:** RE: Zayo

Sorry. I don't care whether we call it exhibits or productions. This is what I requested:

Please have your client provide copies of the invoices that BDC submitted to Zayo for payment and documents identifying the payments that Zayo made in response (amount, date of payment, etc.). I also want to see copies of all documents supporting the allegations made in paragraphs 9 and 10 of your motion to lift stay, Dkt. 307, as well as all correspondence with Guidance Well Services, LLC or lien documents related to paragraph 11. If formality is needed you may consider this a Rule 34 production request.

Abram Carls  
Member



SIMMONS PERRINE  
MOYER BERGMAN PLC

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[www.spmblaw.com](http://www.spmblaw.com)

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---

**From:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Sent:** Thursday, December 28, 2023 5:04 PM  
**To:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszilaw.com](mailto:Jkroop@pszilaw.com)>; Jason Rosell <[jrosell@pszilaw.com](mailto:jrosell@pszilaw.com)>; Timothy N. Lillwitz <[Lillwitz.Timothy@bradshawlaw.com](mailto:Lillwitz.Timothy@bradshawlaw.com)>; Theresa L. Birch <[Birch.Theresa@bradshawlaw.com](mailto:Birch.Theresa@bradshawlaw.com)>  
**Subject:** RE: Zayo

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You will receive all exhibits shortly. Jeff

---

**From:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Sent:** Thursday, December 28, 2023 5:03 PM  
**To:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszilaw.com](mailto:Jkroop@pszilaw.com)>; Jason Rosell <[jrosell@pszilaw.com](mailto:jrosell@pszilaw.com)>; Timothy N. Lillwitz <[Lillwitz.Timothy@bradshawlaw.com](mailto:Lillwitz.Timothy@bradshawlaw.com)>; Theresa L. Birch <[Birch.Theresa@bradshawlaw.com](mailto:Birch.Theresa@bradshawlaw.com)>  
**Subject:** RE: Zayo

Jeff,

When will I receive the documents that I requested on December 11 and referenced during the scheduling hearing? We should discuss continuing the hearing if materials are not going to be shared by tomorrow afternoon.

Abram Carls  
Member



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Cedar Rapids, Iowa 52401  
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[www.spmblaw.com](http://www.spmblaw.com)

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**From:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Sent:** Thursday, December 28, 2023 4:58 PM  
**To:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszjlaw.com](mailto:Jkroop@pszjlaw.com)>; Jason Rosell <[jrosell@pszjlaw.com](mailto:jrosell@pszjlaw.com)>; Timothy N. Lillwitz <[Lillwitz.Timothy@bradshawlaw.com](mailto:Lillwitz.Timothy@bradshawlaw.com)>; Theresa L. Birch <[Birch.Theresa@bradshawlaw.com](mailto:Birch.Theresa@bradshawlaw.com)>  
**Subject:** RE: Zayo

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Abe: Apologies for the delayed response. Finalizing our witness/exhibit list now, and will be circulating exhibits shortly. I will try following up with you late morning tomorrow. Jeff

---

**From:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Sent:** Thursday, December 28, 2023 4:56 PM  
**To:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszjlaw.com](mailto:Jkroop@pszjlaw.com)>; Jason Rosell <[jrosell@pszjlaw.com](mailto:jrosell@pszjlaw.com)>  
**Subject:** RE: Zayo

Sorry if I missed you today Jeff. I've been in a mediation and am just now going through my emails. An email update is fine given our tight schedules—we'll catch up soon enough. Interested to hear more about the new marriage!

Abram Carls  
Member



SIMMONS PERRINE  
MOYER BERGMAN PLC

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Cedar Rapids, Iowa 52401  
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[www.spmblaw.com](http://www.spmblaw.com)

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**From:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Sent:** Thursday, December 28, 2023 9:43 AM  
**To:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszilaw.com](mailto:Jkroop@pszilaw.com)>; Jason Rosell <[jrosell@pszilaw.com](mailto:jrosell@pszilaw.com)>  
**Subject:** RE: Zayo

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Abe: Happy Holidays and thank you for your email below. I am meeting with my co-counsel and client later this morning and will be prepared to visit with you afterwards to discuss further. Jeff

**BRADSHAWFOWLER  
PROCTOR & FAIRGRAVE**  
A PROFESSIONAL CORPORATION  
ATTORNEYS AT LAW


**JEFFREY D. GOETZ**

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---

**From:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Sent:** Wednesday, December 27, 2023 9:48 PM  
**To:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszjlaw.com](mailto:Jkroop@pszjlaw.com)>; Jason Rosell <[jrosell@pszjlaw.com](mailto:jrosell@pszjlaw.com)>  
**Subject:** RE: Zayo

Jeff, what is your plan for the production of documents please and thank you. Understand you're busy with the merger, but I do need information prior to the hearing and sufficient to enable meaningful review. We can move the hearing from my perspective too if more time would be beneficial. I also may want a Zayo witness to appear so please check on representative availability if the current date stands.

Abram Carls  
Member



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Cedar Rapids, Iowa 52401  
Telephone: (319) 896-4034

Email: [acarls@spmblaw.com](mailto:acarls@spmblaw.com)  
[www.spmblaw.com](http://www.spmblaw.com)

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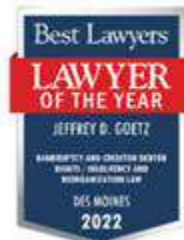
**From:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Sent:** Monday, December 11, 2023 3:35 PM  
**To:** Abram Carls <[acarls@spmblaw.com](mailto:acarls@spmblaw.com)>  
**Cc:** Brenda F. Mozena <[Mozena.Brenda@bradshawlaw.com](mailto:Mozena.Brenda@bradshawlaw.com)>; Nicholas J. Valley <[Valley.Nicholas@bradshawlaw.com](mailto:Valley.Nicholas@bradshawlaw.com)>; Jordan A. Kroop <[Jkroop@pszjlaw.com](mailto:Jkroop@pszjlaw.com)>; Jason Rosell <[jrosell@pszjlaw.com](mailto:jrosell@pszjlaw.com)>  
**Subject:** RE: Zayo

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Abe: Thank you for your email below. Let me visit with my client and co-counsel first and I will revert re: availability for a call. Jeff



**JEFFREY D. GOETZ**  
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Email: [goetz.jeffrey@bradshawlaw.com](mailto:goetz.jeffrey@bradshawlaw.com) • [www.bradshawlaw.com](http://www.bradshawlaw.com)  
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**From:** Abram Carls <[acarls@spmbllaw.com](mailto:acarls@spmbllaw.com)>  
**Sent:** Monday, December 11, 2023 3:05 PM  
**To:** Jeffrey D. Goetz <[Goetz.Jeffrey@bradshawlaw.com](mailto:Goetz.Jeffrey@bradshawlaw.com)>  
**Subject:** [QUARANTINE] Zayo  
**Importance:** Low

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Jeff,

Welcome to BDC! I am representing Keystone Savings Bank on this one. Interested in a call if we're able to find time. This week is busy for me, however.

Please have your client provide copies of the invoices that BDC submitted to Zayo for payment and documents identifying the payments that Zayo made in response (amount, date of payment, etc.). I also want to see copies of all documents supporting the allegations made in paragraphs 9 and 10 of your motion to lift stay, Dkt. 307, as well as all correspondence with Guidance Well Services, LLC or lien documents related to paragraph 11. If formality is needed you may consider this a Rule 34 production request.

Was Zayo aware of the automatic stay or bankruptcy prior to your involvement? Timeline is curious on first blush as is so often the case.

Abram Carls  
Member



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